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OF COUNSEL
URBAN A. LESTER

SURFACE TRANSPORTATION BOARD

August 29, 2005

Mr. Vernon A. Williams
Secretary
Surface Transportation Board
Washington, D.C. 20423

Dear Mr. Williams:

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11301(a) are two (2) copies of a Memorandum of Schedule #1 to Full Service Master Lease Agreement, dated as of June 9, 2005, a primary document as defined in the Board's Rules for the Recordation of Documents.

The names and addresses of the parties to the enclosed document are:

Lessor: Midwest Railcar Corporation
4949 Autumn Oaks Drive, Suite B
Maryville, Illinois 62062

Lessee: Arkansas Lime Company
13800 Montfort Drive, Suite 330
Dallas, Texas 75240

Mr. Vernon A. Williams
August 29, 2005
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A description of the railroad equipment covered by the enclosed document is:

4 covered hopper cars: MWCX 460147 - MWCX 460150.

A short summary of the document to appear in the index is:

Memorandum of Schedule #1 to Full Service Master Lease Agreement.

Also enclosed is a check in the amount of \$33.00 payable to the order of the Surface Transportation Board covering the required recordation fee.

Kindly return stamped copies of the enclosed document to the undersigned.

Very truly yours,

A handwritten signature in black ink, appearing to read "Robert W. Alvord", with a stylized flourish at the end.

Robert W. Alvord

RWA/anm
Enclosures

RECORDATION NO. 25809 FILED

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SURFACE TRANSPORTATION BOARD

MIDWEST RAILCAR CORPORATION

MEMORANDUM OF SCHEDULE #1 TO FULL SERVICE MASTER LEASE AGREEMENT

between

MIDWEST RAILCAR CORPORATION,

as Lessor

and

ARKANSAS LIME COMPANY

as Lessee

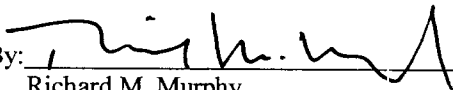
MEMORANDUM OF SCHEDULE #1 TO FULL SERVICE MASTER LEASE AGREEMENT

THIS MEMORANDUM OF SCHEDULE #1 TO FULL SERVICE MASTER LEASE AGREEMENT is effective as of June 9, 2005, by and between MIDWEST RAILCAR CORPORATION, an Illinois Corporation ("Lessor"), and ARKANSAS LIME COMPANY, an Arkansas Corporation ("Lessee"), with reference to the following:

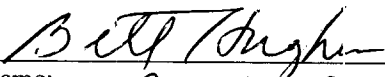
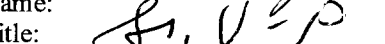

1. Lessor has agreed to lease to Lessee, and Lessee has agreed to lease from Lessor, certain railcars as described on Exhibit A attached hereto and made a part hereof, all as more particularly described in that certain Schedule #1 dated June 9, 2005 between Lessor and Lessee to the Full Service Master Lease Agreement dated as of June 9, 2005 between Lessor and Lessee (the "Lease").
2. The Lease shall be effective as of the execution date thereof and the term of the Lease with respect to each car shall be as set forth in Schedule #1.

IN WITNESS WHEREOF, the parties hereto have executed or caused this Memorandum of Schedule #1 to Full Service Master Lease Agreement to be executed as of the date first above written.

MIDWEST RAILCAR CORPORATION
Lessor

By: 
Richard M. Murphy
President & CEO

ARKANSAS LIME COMPANY

By: 
Name: 
Title: 

STATE OF Illinois, ^{County} CITY OF Madison, TO WIT:

On this 28 day of June, 2005 before me appeared, Richard M. Murphy to me personally known, who being by me duly sworn, says that he is the President of MIDWEST RAILCAR CORPORATION, an Illinois Corporation, that said instrument was signed on June 28, 2005 on behalf of said corporation by authority of its Board of Directors, and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

"OFFICIAL SEAL"
DELORIS T. BENARDIN
Notary Public, State of Illinois
[Notarial Seal] commission expires 6/28/2005

Deloris T. Benardin
Notary Public

My commission expires: 6-28-05

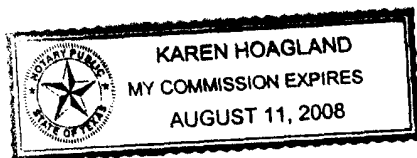
STATE OF TEXAS, CITY OF Dallas, TO WIT:

On this 23 day of JUNE, 2005 before me appeared, Bill Hughes, to me personally known, who being by me duly sworn, says that he is a VP of ARKANSAS LIME, of ARKANSAS LIME COMPANY, an Arkansas Corporation, that said instrument was signed and sealed on JUNE 23 2005 on behalf of said limited liability company by authority of its Members, and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

[Notarial Seal]

Karen Hoagland
Notary Public

My commission expires:



DESCRIPTION OF RAILCARS

Up to Four (4) Railcars with the reporting following marks and numbers:

MWCX 460147 – 460150, inclusive